Submission for OMB Review; Comment Request

[SEC File No. 270-298, OMB Control No. 3235-0337]

Upon Written Request, Copies Available From: Securities and Exchange Commission Office of FOIA Services 100 F Street, NE Washington, DC 20549-2736

Extension: Rule 17Ac2-2 and Form TA-2

Notice is hereby given that pursuant to the Paperwork Reduction Act of 1995 ("PRA") (44 U.S.C. 3501 et seq.), the Securities and Exchange Commission ("Commission") has submitted to the Office of Management and Budget ("OMB") a request for approval of the existing collection of information provided for in Rule 17Ac2-2 (17 CFR 240.17Ac2-2) and Form TA-2 under the Securities Exchange Act of 1934 (15 U.S.C. 78a et seq.) ("Exchange Act").

Rule 17Ac2-2 and Form TA-2 under the Exchange Act require transfer agents to file an annual report of their business activities with the Commission. These reporting requirements are designed to ensure that all registered transfer agents are providing the Commission with sufficient information on an annual basis about the transfer agent community and to permit the Commission to effectively monitor business activities of transfer agents.

The amount of time needed to comply with the requirements of Rule 17Ac2-2 and Form TA-2 varies. Of the total 362 registered transfer agents, approximately 9.2% (or 33 registrants) would be required to complete only questions 1 through 3 and the signature section of Form TA-2, which the Commission estimates would take each registrant approximately 30 minutes, for a total burden of approximately 17 hours (33 x .5 hours). Approximately 26.5% of registrants (or 96 registrants) would be required to answer questions 1 through 5, question 11 and the signature section, which the Commission estimates would take approximately 1 hour and 30 minutes, for a total of approximately 144 hours (96 x 1.5 hours). Approximately 64.2% of the registrants (or

232 registrants) would be required to complete the entire Form TA-2, which the Commission

estimates would take approximately 6 hours, for a total of approximately 1,392 hours (232 x 6

hours). The aggregate annual burden on all 362 registered transfer agents is thus approximately

1,553 hours (17 hours + 144 hours + 1,392 hours) and the average annual burden per transfer

agent is approximately 4.29 hours $(1,553 \div 362)$.

This rule does not involve the collection of confidential information.

An agency may not conduct or sponsor, and a person is not required to respond to, a

collection of information under the PRA unless it displays a currently valid OMB control

number.

The public may view background documentation for this information collection at the

following website: www.reginfo.gov. Find this particular information collection by selecting

"Currently under 30-day Review - Open for Public Comments" or by using the search

function. Written comments and recommendations for the proposed information collection

should be sent within 30 days of publication of this notice to

(i) www.reginfo.gov/public/do/PRAMain and (ii) David Bottom, Director/Chief Information

Officer, Securities and Exchange Commission, c/o John R. Pezzullo, 100 F Street, NE,

Washington, DC 20549, or by sending an e-mail to: PRA Mailbox@sec.gov.

Dated: December 7, 2021.

J. Matthew DeLesDernier,

Assistant Secretary.

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